

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Elizabeth Adam, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On May 1, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification and (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation And Agreed Order Compromising And Allowing Administrative Claim Of Verizon Services Corp. (Docket No. 13427) [a copy of which is attached hereto as Exhibit C]
- 2) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2433 (Akebono Corporation) (Docket No. 13428) [a copy of which is attached hereto as Exhibit D]
- 3) Joint Stipulation And Agreed Order Disallowing And Expunging Proof Of Claim Number 1345 (Caraustar Custom Packing Group, Inc.) (Docket No. 13429) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 13967 (Hutchinson FTS, Inc.) (Docket No. 13430) [a copy of which is attached hereto as Exhibit F]
- 5) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 16794 (Rosalyn Motley) (Docket No. 13431) [a copy of which is attached hereto as Exhibit G]
- 6) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7836 (Amroc Investments, L.L.C. As Assignee Of Deringer-

Ney, Inc.) (Docket No. 13432) [a copy of which is attached hereto as Exhibit H]

- 7) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 4733 (Marion County Tax Collector) (Docket No. 13433) [a copy of which is attached hereto as Exhibit I]
- 8) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9105 (Brush Wellman Inc. SPCP Group, L.L.C., As Agent For Silver Point Capital Fund, L.P. And Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13434) [a copy of which is attached hereto as Exhibit J]
- 9) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9106 (Technical Materials Inc. As SPCP Group, LLC, As Agent For Silver Point Capital Fund, L.P. And Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13435) [a copy of which is attached hereto as Exhibit K]
- 10) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9107 (Zentrix Technologies Inc And SPCP Group, L.L.C., As Agent For Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13436) [a copy of which is attached hereto as Exhibit L]
- 11) Joint Stipulation And Agreed Order Compromising And Proof Of Claim Number 14135 (SPCP Group, L.L.C. As Assignee Of Energy Conversion Systems Company Special Situations Investing Group, Inc.) (Docket No. 13437) [a copy of which is attached hereto as Exhibit M]
- 12) Joint Stipulation And Agreed Order Allowing Proofs Of Claim Numbers 1780, 1923, 2089, 2160, 2162, 2277, 2343, 2471, 2527, 2698, 4180, 6935, 8766, 9553, 11908, And 15781 Asserted By ASM Capital, LP And ASM Capital II, LP (Docket No. 13472) [a copy of which is attached hereto as Exhibit N]
- 13) Amended Joint Stipulation And Order Regarding Discovery Regarding Objection To Proof Of Claim No. 12347 And Related Counterclaim (Docket No. 13481) [a copy of which is attached hereto as Exhibit O]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit P hereto via postage pre-paid U.S. mail:

- 14) Joint Stipulation And Agreed Order Compromising And Allowing Administrative Claim Of Verizon Services Corp. (Docket No. 13427) [a copy of which is attached hereto as Exhibit C]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit Q hereto via postage pre-paid U.S. mail:

- 15) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2433 (Akebono Corporation) (Docket No. 13428) [a copy of which is attached hereto as Exhibit D]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit R hereto via postage pre-paid U.S. mail:

- 16) Joint Stipulation And Agreed Order Disallowing And Expunging Proof Of Claim Number 1345 (Caraustar Custom Packing Group, Inc.) (Docket No. 13429) [a copy of which is attached hereto as Exhibit E]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit S hereto via postage pre-paid U.S. mail:

- 17) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 13967 (Hutchinson FTS, Inc.) (Docket No. 13430) [a copy of which is attached hereto as Exhibit F]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit T hereto via postage pre-paid U.S. mail:

- 18) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 16794 (Rosalyn Motley) (Docket No. 13431) [a copy of which is attached hereto as Exhibit G]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit U hereto via postage pre-paid U.S. mail:

- 19) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7836 (Amroc Investments, L.L.C. As Assignee Of Deringer-Ney, Inc.) (Docket No. 13432) [a copy of which is attached hereto as Exhibit H]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit V hereto via postage pre-paid U.S. mail:

- 20) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 4733 (Marion County Tax Collector) (Docket No. 13433) [a copy of which is attached hereto as Exhibit I]

On May 1, 2008, I caused to be served the documents listed below upon the parties listed on Exhibit W hereto via postage pre-paid U.S. mail:

- 21) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9105 (Brush Wellman Inc. SPCP Group, L.L.C., As Agent For Silver Point Capital Fund, L.P. And Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13434) [a copy of which is attached hereto as Exhibit J]
- 22) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9106 (Technical Materials Inc. As SPCP Group, LLC, As Agent For Silver Point Capital Fund, L.P. And Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13435) [a copy of which is attached hereto as Exhibit K]
- 23) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9107 (Zentrix Technologies Inc And SPCP Group, L.L.C., As Agent For Silver Point Capital Offshore Fund, Ltd.) (Docket No. 13436) [a copy of which is attached hereto as Exhibit L]

On May 1, 2008, I caused to be served the document listed below upon the parties listed on Exhibit X hereto via postage pre-paid U.S. mail:

- 24) Joint Stipulation And Agreed Order Compromising And Proof Of Claim Number 14135 (SPCP Group, L.L.C. As Assignee Of Energy Conversion Systems Company Special Situations Investing Group, Inc.) (Docket No. 13437) [a copy of which is attached hereto as Exhibit M]

On May 1, 2008, I caused to be served the document listed below upon the party listed on Exhibit Y hereto via postage pre-paid U.S. mail:

- 25) Joint Stipulation And Agreed Order Allowing Proofs Of Claim Numbers 1780, 1923, 2089, 2160, 2162, 2277, 2343, 2471, 2527, 2698, 4180, 6935, 8766, 9553, 11908, And 15781 Asserted By ASM Capital, LP And ASM Capital II, LP (Docket No. 13472) [a copy of which is attached hereto as Exhibit N]

On May 1, 2008, I caused to be served the document listed below upon the parties listed on Exhibit Z hereto via postage pre-paid U.S. mail:

26) Amended Joint Stipulation And Order Regarding Discovery Regarding Objection To Proof Of Claim No. 12347 And Related Counterclaim (Docket No. 13481) [a copy of which is attached hereto as Exhibit O]

Dated: May 6, 2008

/s/ Elizabeth Adam

Elizabeth Adam

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 6th day of May, 2008, by Elizabeth Adam, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Vanessa R. Quiñones

Commission Expires: 3/20/11

EXHIBIT A

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
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Davis, Polk & Wardwell	Donald Bernstein Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4092 212-450-4213	donald.bernstein@dpw.com brian.resnick@dpw.com	Counsel to Debtor's Postpetition Administrative Agent
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Freescale Semiconductor, Inc.	Richard Lee Chambers, III	6501 William Cannon Drive West	MD: OE16	Austin	TX	78735	512-895-6357	trev.chambers@freescale.com	Creditor Committee Member
Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L. Rodburg Richard J. Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	rodbuie@ffhsj.com slivinski@ffhsj.com randall.eisenberg@fticonsulting.com	Counsel to Equity Security Holders Committee
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-247-1010		Financial Advisors to Debtors
General Electric Company	Valerie Venable	9930 Kincey Avenue		Huntersville	NC	28078	704-992-5075	valerie.venable@ge.com	Creditor Committee Member
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Law Debenture Trust of New York	Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	patrick.healy@lawdeb.com	Indenture Trustee
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ATS Automation Tooling Systems Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4483	519-650-6520	calloway@atsautomation.com	Company
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Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	301 Commerce Street	Fort Worth	TX	76102	817-810-5250	817-810-5255	mwarner@warnerstevens.com	Proposed Conflicts Counsel to the Official Committee of Unsecured Creditors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	212-310-8077	harvey.miller@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	jeff.tanenbaum@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	martin.bienenstock@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	michael.kessler@weil.com	Counsel to General Motors Corporation
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	1100 North Market Street	Wilmington	DE	19890	302-636-6058	302-636-4143	scimalore@wilmingtontrust.com	Creditor Committee Member/Indenture Trustee

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APS Clearing, Inc.	Andy Leinhoff Matthew Hamilton	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746		512-314-4416	512-314-4462	Counsel to APS Clearing, Inc.
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	MI	48226		313-496-1200	313-496-1300	Counsel to Kamax L.P.; Optrex America, Inc.
Bingham McHale LLP	Michael J Alerding	10 West Market Street	Suite 2700	Indianapolis	IN	46204		317-635-8900	317-236-9907	Counsel to Universal Tool & Engineering co., Inc. and M.G. Corporation
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Coolidge, Wall, Womsley & Lombard Co. LPA	Sylvie J. Derrien	33 West First Street	Suite 600	Dayton	OH	45402		937-223-8177	937-223-6705	Counsel to Harco Industries, Inc.; Harco Brake Systems, Inc.; Dayton Supply & Tool Coompany
Curtis, Mallet-Prevost, Colt & Mosle LLP	Andrew M. Thau	101 Park Avenue		New York	NY	10178-0061		212-696-8898	917-368-8898	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia-Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Curtis, Mallet-Prevost, Colt & Mosle LLP	David S. Karp	101 Park Avenue		New York	NY	10178-0061		212-696-6065	212-697-1559	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.
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Dykema Gossett PLLC	Brendan G Best Esq	39577 Woodward Ave Ste 300		Bloomfield Hills	MI	48304		248-203-0523	248-203-0763	Attorneys for Tremond City Barrel Fill PRP Group
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Johnston, Harris Gerde & Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401		850-763-8421	850-763-8425	Counsel to Peggy C. Brannon, Bay County Tax Collector
Kelley Drye & Warren, LLP	Mark I. Bane	101 Park Avenue		New York	NY	10178		212-808-7800	212-808-7897	Counsel to the Pension Benefit Guaranty Corporation
Kelley Drye & Warren, LLP	Mark. R. Somerstein	101 Park Avenue		New York	NY	10178		212-808-7800	212-808-7897	Counsel to the Pension Benefit Guaranty Corporation
King & Spalding, LLP	Bill Dimos	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	212-556-2222	Counsel to KPMG LLP
Latham & Watkins	John W. Weiss	885 Third Avenue		New York	NY	10022		212-906-1200	212-751-4864	UCC Professional
Linebarger Goggan Blair & Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201		214-880-0089	4692215002	Counsel to Dallas County and Tarrant County
Lord, Bissel & Brook	Timothy S. McFadden	115 South LaSalle Street		Chicago	IL	60603		312-443-0370	312-896-6394	Counsel to Methode Electronics, Inc.
Lord, Bissel & Brook	Timothy W. Brink	115 South LaSalle Street		Chicago	IL	60603		312-443-1832	312-896-6432	Counsel to Sedgwick Claims Management Services, Inc.
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O'Rourke Katten & Moody	Michael C. Moody	161 N. Clark Street	Suite 2230	Chicago	IL	60601		312-849-2020	312-849-2021	Counsel to Ameritech Credit Corporation d/b/a SBC Capital Services
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3157	212-373-2053	Counsel to Ambrake Corporation; Akebono Corporation
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Republic Engineered Products, Inc.	Joseph Lapinsky	3770 Embassy Parkway		Akron	OH	44333		330-670-3004	330-670-3020	Counsel to Republic Engineered Products, Inc.
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Swidler Berlin LLP	Robert N. Steinwurtzel	The Washington Harbour	3000 K Street, N.W. Suite 300	Washington	DC	20007		202-424-7500	202-424-7645	Attorneys for Sanders Lead Co., Inc.
Thaler & Gertler LLP	Andrew M. Thaler Esq	90 Merrick Ave Ste 400		East Meadow	NY	11554		516-228-3533	516-228-3396	Co-Counsel for David Gargis, Jimmy Mueller, and D. Keith Livingston
Thelen Reid Brown Raysman & Steiner LLP	David A. Lowenthal	875 Third Avenue		New York	NY	10022		212-603-2000	212-603-2001	Counsel to American Finance Group, Inc. d/b/a Guaranty Capital Corporation and Oki Semiconductor Company
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Vorys, Sater, Seymour and Pease LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	OH	43215		614-464-8322	614-719-4663	Counsel to America Online, Inc. and its Subsidiaries and Affiliates
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102		817-810-5250	817-810-5255	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626		714-966-1000	714-966-1002	Counsel to Toshiba America Electronic Components, Inc.
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Airgas, Inc.	David Boyle	259 Radnor-Chester Road, Suite 100	P.O. Box 6675	Radnor	PA	19087-8675		610-230-3064	310-687-1052	Counsel to Airgas, Inc.
Akebono Corporation (North America)	Alan Swiech	34385 Twelve Mile Road		Farmington Hills	MI	48331		248-489-7406	866-609-0888	Vice President of Administration for Akebono Corporation
Cage Williams & Abelman, P.C.	Steven E. Abelman	1433 Seventeenth Street		Denver	CO	80202		303-295-0202		Counsel to United Power, Inc.
Colbert & Winstead, P.C.	Amy Wood Malone	1812 Broadway		Nashville	TN	37203		615-321-0555	615-321-9555	Counsel to Averitt Express, Inc.
Coolidge, Wall, Womsley & Lombard Co. LPA	Steven M. Wachstein	33 West First Street	Suite 600	Dayton	OH	45402		937-223-8177	937-223-6705	Counsel to Harco Industries, Inc.; Harco Brake Systems, Inc.; Dayton Supply & Tool Company
DaimlerChrysler Corporation	Kim Kolb	CIMS 485-13-32	1000 Chrysler Drive	Auburn Hills	MI	48326-2766		248-576-5741		Counsel to DaimlerChrysler Corporation; DaimlerChrysler Motors Company, LLC; DaimlerChrysler Canada, Inc.
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Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202				General Counsel to Jason Incorporated
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Klett Rooney Lieber & Schorling	Eric L. Schnabel	The Brandywine Building	1000 West Street, Suite 1410	Wilmington	DE	19801		(302) 552-4200		Counsel to Entergy
Miami-Dade County Tax Collector	Metro-Dade Paralegal Unit	140 West Flagler Street	Suite 1403	Miami	FL	33130		305-375-5314	305-375-1142	Paralegal Collection Specialist for Miami-Dade County
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Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	OH	45423				
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United Steel, Paper and Forestry, Rubber, Manufacturing, Energy	Allied Industrial and Service Workers, Intl Union (USW), AFL-CIO	David Jury, Esq.	Five Gateway Center Suite 807	Pittsburgh	PA	15222		412-562-2549	412-562-2429	Counsel to United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers, International Union (USW), AFL-CIO
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EXHIBIT C

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**JOINT STIPULATION AND AGREED ORDER COMPROMISING AND
ALLOWING ADMINISTRATIVE CLAIM OF VERIZON SERVICES CORP.**

MobileAria, Inc. and Delphi Automotive Systems LLC ("DAS LLC"),
debtors and debtors-in-possession in the above-captioned cases (the "Debtors"), and
Verizon Services Corp. ("Claimant") respectfully submit this Joint Stipulation And
Agreed Order Compromising And Allowing Administrative Claim of Verizon Services
Corp. (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed
voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§

101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York;

WHEREAS, on September 25, 2007, Verizon filed its Original Motion for allowance of an administrative expense claim (the "Original Claim") and on December 18, 2007, Verizon filed its Amended Motion for allowance of an administrative expense claim (the "Amended Claim" and together with the Original Claim, the "Claim");

WHEREAS, on January 25, 2008, this Court entered its Findings of Fact, Conclusion of Law, and Order under 11 U.S.C § 1129(a) and (b) and Fed. R. Bankr. P. 3020 Confirming First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-in-Possession, as modified (the "Plan");

WHEREAS, on April 14, 2008, to resolve the Claim, MobileAria, DAS LLC and Claimant entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, MobileAria and DAS LLC acknowledge and agree that the Claim shall be allowed against MobileAria in the amount of \$25,000 as an administrative claim against MobileAria pursuant to 11 U.S.C. §§ 503(b) and 507(a)(1); and

WHEREAS, MobileAria and DAS LLC are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Claimant stipulate and agree as follows:

1. The Settlement Agreement is binding on both the Debtors and the Claimant.

2. The Claim shall be allowed in the amount of \$25,000 and shall be treated as an administrative claim against MobileAria pursuant to 11 U.S.C. §§ 503(b) and 507(a)(1), which shall be paid pursuant to and in accordance with Article 2.1 of the Plan using the following wire instructions:

Wachovia Bank Of North Carolina
ABA/Routing: 053000219
Account: 2023720502300
Account Name: Verizon Communications
Physical Bank Address: 1525 West WT Harris Blvd., Charlotte, NC
28262.

3. The Claim, except as allowed herein and in the Settlement Agreement, is hereby deemed withdrawn.

4. The Settlement Agreement does not impact, alter or affect any other claims that Claimant has filed or owns against the Debtors and relates solely to those matters arising out of or related to the Claim and that certain MobileAria Sale Order dated July 21, 2006.

Dated: New York, New York
April 14, 2008

MOBILEARIA, INC. AND DELPHI
AUTOMOTIVE SYSTEMS LLC,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,

TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Atlanta, Georgia
April 10, 2008

VERIZON SERVICES CORP.
By its Counsel,
ARNALL GOLDEN GREGORY LLP
By:

/s/ Darryl S. Laddin
DARRYL S. LADDIN (DL-5130)
FRANK N. WHITE
171 17th Street NW, Suite 2100
Atlanta, Georgia 30363-1031
(404) 873-8500

SO ORDERED

This 18th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

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- and -

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2433
(AKEBONO CORPORATION)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Akebono Corporation ("Akebono") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2433 (Akebono Corporation) and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Delphi Bankruptcy Court").

WHEREAS, on March 24, 2006, Akebono filed proof of claim number 2433 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$231,027.90 (the "Claim") arising from the sale of goods.

WHEREAS, on May 22, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection").

WHEREAS, on October 15, 2007, Akebono filed its Response of Akebono Corporation to Debtors' Twenty-First Omnibus Claims Objection (Docket No. 10602) (the "Response").

WHEREAS, on April 3, 2008, DAS LLC and Akebono entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the shall be allowed against DAS LLC in the amount of \$184,155.15.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Akebono stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$184,155.15 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Akebono shall withdraw its Response to the Twenty-First Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
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/s/ W. Robinson Beard

W. Robinson Beard
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Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER DISALLOWING AND EXPUNGING
PROOF OF CLAIM NUMBER 1345
(CARAUSTAR CUSTOM PACKING GROUP, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Caraustar Custom Packing Group, Inc. ("Caraustar") respectfully submit this Joint Stipulation And Agreed Order Disallowing And Expunging Proof Of Claim Number 1345 (Caraustar Custom Packing Group, Inc.) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Caraustar filed proof of claim number 1345 against Delphi on December 28, 2005, which asserts an unsecured non-priority claim in the amount of \$42,056.33 (the "Claim") stemming from the sale of goods to Delphi.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject to Modification (Docket No. 7301) (the "Eleventh Omnibus Claims Objection"), which was filed on March 16, 2007.

WHEREAS on April 13, 2007, Caraustar filed its Response Of Caraustar Custom Packaging Group, Inc. To Debtors' Eleventh Omnibus Objection To Certain Claims (Docket No. 7660) (the "Response").

WHEREAS Caraustar acknowledges that the Debtors have no outstanding prepetition liability to Caraustar, and the Debtors agree that their books and records reflect a zero balance with respect to the invoices that are the subject of the Claim.

WHEREAS the Debtors and Caraustar agree that the Claim should be disallowed and expunged.

THEREFORE, the Debtors and Caraustar stipulate and agree as follows:

1. The Claim shall be disallowed and expunged in its entirety.
2. Caraustar shall withdraw its Response to the Eleventh Omnibus Claims

Objection with prejudice.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	: Chapter 11
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DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
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Debtors.	: (Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 13967
(HUTCHINSON FTS, INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Hutchinson FTS, Inc. ("Hutchinson") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 13967 (Hutchinson FTS, Inc.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 26, 2006, Hutchinson filed proof of claim number 13967 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$283,429.97 (the "Claim") stemming from the delivery of goods prior to the Petition Date.

WHEREAS, on October 26, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-Second Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Equity Claims, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Claims Subject To Modification That Are Subject To Prior Orders, And Modified Claims Asserting Reclamation That Are Subject To Prior Orders (Docket No. 10738) (the "Twenty-Second Omnibus Claims Objection").

WHEREAS, on November 21, 2007, Hutchinson filed Hutchinson FTS Inc.'s Response To Debtors' Twenty-Second Omnibus Objection To Certain Claims (Docket No. 11021) (the "Response").

WHEREAS, on April 9, 2008, to resolve the Twenty-Second Omnibus Claims Objection with respect to the Claim, DAS LLC and Hutchinson entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$274,165.53.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Hutchinson stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$274,165.53 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. Hutchinson shall withdraw its Response to the Twenty-Second Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 16794
(ROSALYN MOTLEY)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Rosalyn Motley ("Motley") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 16794 (Rosalyn Motley) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 26, 2006 Motley filed proof of claim number 11184 ("Proof of Claim No. 11184") against Delphi, asserting an unsecured non-priority claim in the amount of \$636,174.99 arising from a lawsuit filed in 2003 under the Americans With Disabilities Act captioned Rosalyn Motley v. Delphi Automotive Systems LLC, et al., Case No. CV-03-HS-1059-W.

WHEREAS, on October 31, 2006 the Debtors objected to Proof of Claim No. 11184 pursuant to the Debtors' (I) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed.R.Bankr.P. 3007 To Certain (A) Claims With Insufficient Documentation, (B) Claims Unsubstantiated By Debtors' Books And Records, And (C) Claims Subject To Modification And (II) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452).

WHEREAS, due to an error in the address as copied from Proof of Claim No. 11184, Motley did not receive a copy of the Third Omnibus Claims Objection and therefore did not file a response, and Proof of Claim No. 11184 was thus disallowed and expunged pursuant to the Order Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 (I) Disallowing And Expunging Certain (A) Claims With Insufficient Documentation And (B) Claims

Unsubstantiated By Debtors' Books And Records, (II) Modifying Certain Claims, And (III) Adjourning Hearing On Certain Contingent And Unliquidated Claims Pursuant To 11 U.S.C. Section 502(c) Identified In Third Omnibus Claims Objection (Docket No. 6224) (the "Third Omnibus Claims Objection Order"), entered December 19, 2006.

WHEREAS, on February 6, 2008, proof of claim number 16794 was filed against DAS LLC as an unsecured non-priority claim in the amount of \$40,000 (the "Claim").

WHEREAS, on February 15, 2008 the Debtors objected to Proof of Claim No. 16794 pursuant to the Debtors' Twenty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification And Modified Claim Asserting Reclamation (Docket No. 12686) (the "Twenty-Sixth Omnibus Claims Objection").

WHEREAS, on March 4, 2008, Motley filed the Response Of Creditor Rosalyn Motley To Debtors' Twenty-Sixth Omnibus Objection Pursuant To 11 U.S.C. 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification And Modified Claim Asserting Reclamation (Docket No. 12949) (the "Response").

WHEREAS, on March 31, 2008, DAS LLC and Motley entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$40,000.00.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P.

9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And
Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June
26, 2007.

THEREFORE, the Debtors and Motley stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$40,000.00 and shall be
treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. The Response and the Twenty-Sixth Omnibus Claims Objection are
deemed resolved pursuant to the terms of the Settlement Agreement.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 7836
(AMROC INVESTMENTS, L.L.C. AS ASSIGNEE OF DERINGER-NEY, INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Amroc Investments, L.L.C. ("Amroc") As Assignee Of Deringer-Ney, Inc. ("Deringer-Ney") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7836 (Amroc Investments, L.L.C. As Assignee Of Deringer-Ney, Inc.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on June 12, 2006, Deringer-Ney filed proof of claim number 7836 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$82,871.31 (the "Claim") stemming from the sale of goods.

WHEREAS, on June 22, 2006, Deringer-Ney assigned its interest in the Claim to Amroc pursuant to a Notice of Transfer (Docket No. 4321).

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 17, 2007, Deringer-Ney filed its Response To Notice Of Objection To Claim Thirteenth Omnibus Objection (Docket No. 8100) (the "Response").

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$71,135.18.

WHEREAS, Amroc acknowledges that it has been given the opportunity to consult with counsel before executing this Joint Stipulation and is executing this Joint Stipulation without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in this Joint Stipulation.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Amroc stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$71,135.18 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Deringer-Ney shall withdraw its Response to the Thirteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Amroc Investments, L.L.C. As Assignee Of
Deringer-Ney, Inc.

- and -

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 4733
(MARION COUNTY TAX COLLECTOR)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and the Marion County Tax Collector ("Marion County") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 4733 (Marion County Tax Collector) and agree and state as follows:

WHEREAS on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on May 4, 2006, Marion County filed proof of claim number 4733 against DAS LLC, which asserts a secured claim in the amount of \$432.23 (the "Claim") arising from taxes allegedly owed by DAS LLC to Marion County.

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on Debtors' Books and Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected on Debtors' Books and Records, (E) Untimely Claims and Untimely Tax Claims, and (F) Claims Subject to Modification, Tax Claims Subject to Modification, and Claims Subject to Modification and Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 24, 2007, Marion County filed its Marion County Tax Collector's Response to Debtors' Thirteenth Omnibus Objection to Claims (Docket No. 8136)

(the "Response").

WHEREAS pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$331.57.

WHEREAS DAS LLC is authorized to enter into this Joint Stipulation either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Marion County stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$331.57 and shall be treated as an allowed secured claim against the estate of DAS LLC.
2. Marion County hereby releases and waives any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.
3. Marion County shall withdraw its Response to the Thirteenth Omnibus Claims Objection.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9105 (BRUSH WELLMAN
INC. AND SPCP GROUP, L.L.C., AS AGENT FOR SILVER POINT CAPITAL
FUND, L.P. AND SILVER POINT CAPITAL OFFSHORE FUND, LTD.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Brush Wellman Inc. ("Brush Wellman"), and SPCP Group, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd. (collectively, "Silver Point," and together with Brush Wellman, the "Claimants"), respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9105 and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 17, 2005, Brush Wellman submitted a demand to the Debtors asserting a reclamation claim in the amount of \$123,988.30 which it subsequently modified to \$113,923.78 (the "Reclamation Demand").

WHEREAS, on July 7, 2006, Brush Wellman filed proof of claim number 9105 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$277,159.38 (the "Claim") arising from the sale of goods to DAS LLC.

WHEREAS, on July 19, 2006, the Debtors and Brush Wellman entered into a letter agreement (the "Reclamation Letter Agreement") with respect to the Reclamation Demand, whereby the Debtors and Brush Wellman acknowledge and agree that the valid amount of the

Reclamation Demand is \$149,208.16¹ (the "Reclamation Claim"), subject to the Debtors' right to seek, at any time and notwithstanding Brush Wellman's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on March 19, 2007, Brush Wellman assigned its interest in the Claim to SPCP Group LLC as agent for Silver Point Capital Fund LP and Silver Point Capital Offshore Fund Ltd. ("Silver Point") pursuant to a Notice of Transfer (Docket No. 7337).

WHEREAS, on April 2, 2007, Silver Point assigned part of its interest in the Claim to 3V Capital Master Fund Ltd. ("3V Capital") pursuant to a Notice of Transfer (Docket No. 7549).

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject to Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 24, 2007, Brush Wellman filed its Response Of Brush Wellman, Inc. And Zentrix Technologies, Inc. To Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain

¹ This amount is the total amount of the reconciled reclamation claims associated with proof of claim numbers 9105, 9106 and 9107. With respect to this Claim, the amount of the reconciled Reclamation Claim is \$31,044.61.

Claims (Docket No. 8026) (the "Response").

WHEREAS, on July 30, 2007, 3V Capital assigned its interest in the Claim to Silver Point pursuant to a Notice of Transfer (Docket No. 8772).

WHEREAS, on October 2, 2007, the Second Amended And Restated Final Order Under 11 U.S.C. §§ 362, 503, And 546 And Fed. R. Bankr. P. 9019 Establishing Procedures For Treatment Of Reclamation Claims ("Second Amended And Restated Final Reclamation Order") (Docket No. 10409) was entered. In accordance with the Second Amended And Restated Final Reclamation Order, Brush Wellman submitted its reclamation notice electing that its Reclamation Claim be treated, to the extent allowed and for purposes of distribution, as a general unsecured claim, including postpetition interest as set forth more fully in the Debtors' plan of reorganization. By making this election, Brush Wellman waived its rights to seek administrative priority for its Reclamation Claim.

WHEREAS, on April 7, 2008, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, DAS LLC, Brush Wellman, and Silver Point entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$246,462.28.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$246,462.28 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Brush Wellman agrees that its Response to the Thirteenth Omnibus Claims Objection shall be withdrawn with prejudice.
3. The Settlement Agreement does not impact, alter or affect any other proofs of claim that Claimants have filed or own against the Debtors and relates solely to those matters arising out of or related to the Claim.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
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- and -

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Debtors and Debtors-in-Possession

/s/ Anthony B. Stumbo

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Silver Point Capital Fund, L.P. and Silver Point
Capital Offshore Fund, Ltd.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	
	:
	:
In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9106 (TECHNICAL
MATERIALS INC. AND SPCP GROUP, LLC, AS AGENT FOR
SILVER POINT CAPITAL FUND, L.P. AND SILVER POINT
CAPITAL OFFSHORE FUND, LTD.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Technical Materials Inc. ("TMI"), and SPCP Group L.L.C. as agent for Silver Point Capital Fund L.P. and Silver Point Capital Offshore Fund Ltd. (collectively, "Silver Point") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9106 and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 17, 2005, TMI submitted a demand to the Debtors asserting a reclamation claim in the amount of \$156,114.54 which it subsequently modified to \$144,093.53 (the "Reclamation Demand").

WHEREAS, on July 7, 2006, TMI filed proof of claim number 9106 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$407,748.06 (the "Claim") arising from the sale of goods to DAS LLC.

WHEREAS, on July 19, 2006, the Debtors and TMI entered into a letter agreement (the "Reclamation Letter Agreement") with respect to the Reclamation Demand, whereby the Debtors and TMI acknowledge and agree that the valid amount of the Reclamation Demand is \$149,208.16¹ (the "Reclamation Claim"), subject to the Debtors' right to seek, at any

¹ This amount is the total amount of the reconciled reclamation claims associated with proof of claim numbers
(cont'd)

time and notwithstanding TMI's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on March 19, 2007, TMI assigned its interest in the Claim to Silver Point pursuant to a Notice of Transfer (Docket No. 7337).

WHEREAS, on March 16, 2007, the Debtors objected to the Claim pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 7825) (the "Eleventh Omnibus Claims Objection").

WHEREAS, on April 2, 2007, Silver Point assigned part of its interest in the Claim to 3V Capital Master Fund Ltd. ("3V Capital") pursuant to a Notice of Transfer (Docket No. 7549).

WHEREAS, on April 12, 2007, TMI filed its Response Of Technical Materials, Inc. To Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 7647) (the "Response").

WHEREAS, on July 30, 2007, 3V Capital assigned its interest in the Claim to Silver Point pursuant to a Notice of Transfer (Docket No. 8771).

WHEREAS, on October 2, 2007, the Second Amended And Restated Final Order

(cont'd from previous page)

9105, 9106 and 9107. With respect to this Claim, the amount of the reconciled Reclamation Claim is \$113,099.98.

Under 11 U.S.C. §§ 362, 503, And 546 And Fed. R. Bankr. P. 9019 Establishing Procedures For Treatment Of Reclamation Claims ("Second Amended And Restated Final Reclamation Order") (Docket No. 10409) was entered. In accordance with the Second Amended And Restated Final Reclamation Order, TMI submitted its reclamation notice electing that its Reclamation Claim be treated, to the extent allowed and for purposes of distribution, as a general unsecured claim, including postpetition interest as set forth more fully in the Debtors' plan of reorganization. By making this election, TMI waived its rights to seek administrative priority for its Reclamation Claim.

WHEREAS, on April 7, 2008, to resolve the Eleventh Omnibus Claims Objection with respect to the Claim, DAS LLC and TMI entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$190,345.06.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and TMI stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$190,345.06 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. TMI agrees that its Response to the Eleventh Omnibus Claims Objection

shall be withdrawn with prejudice.

3. The Settlement Agreement does not impact, alter or affect any other proofs of claim that Claimants have filed or own against the Debtors and relates solely to those matters arising out of or related to the Claim.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
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- and -

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Debtors and Debtors-in-Possession

/s/ Anthony B. Stumbo

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Silver Point Capital Fund L.P. and Silver Point
Capital Offshore Fund Ltd.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:
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In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
----- X	

JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9107 (ZENTRIX
TECHNOLOGIES INC AND AND SPCP GROUP, L.L.C., AS AGENT
FOR SILVER POINT CAPITAL FUND, L.P. AND SILVER POINT
CAPITAL OFFSHORE FUND, LTD.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Zentrix Technologies Inc. ("Zentrix") and SPCP Group, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd. (collectively, "Silver Point," and together with Zentrix, the "Claimants"), respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9107 and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 17, 2005, Zentrix submitted a demand to the Debtors asserting a reclamation claim in the amount of \$53,989.19 which it subsequently modified to \$49,939.19 (the "Reclamation Demand").

WHEREAS, on July 7, 2006, Zentrix filed proof of claim number 9107 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$98,067.90 (the "Claim") arising from the sale of goods to DAS LLC.

WHEREAS, on July 19, 2006, the Debtors and Zentrix entered into a letter agreement (the "Reclamation Letter Agreement") with respect to the Reclamation Demand, whereby the Debtors and Zentrix acknowledge and agree that the valid amount of the

Reclamation Demand is \$149,208.16¹ (the "Reclamation Claim"), subject to the Debtors' right to seek, at any time and notwithstanding Zentrix's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on March 19, 2007, Zentrix assigned its interest in the Claim to Silver Point pursuant to a Notice of Transfer (Docket No. 7341).

WHEREAS, on April 2, 2007, Silver Point assigned part of its interest in the Claim to 3V Capital Master Fund Ltd. ("3V Capital") pursuant to a Notice of Transfer (Docket No. 7550).

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject to Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 24, 2007, Zentrix filed its Response Of Brush Wellman, Inc. And Zentrix Technologies, Inc. To Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain Claims (Docket No. 8026) (the "Response").

¹ This is the total amount of the reconciled reclamation claims for claim numbers 9105, 9106 and 9107. With respect to the Claim, the amount of the reconciled Reclamation Claim is \$2,640.00.

WHEREAS, on July 30, 2007, 3V Capital assigned its interest in the Claim to Silver Point pursuant to a Notice of Transfer (Docket No. 8773).

WHEREAS, on October 2, 2007, the Second Amended And Restated Final Order Under 11 U.S.C. §§ 362, 503, And 546 And Fed. R. Bankr. P. 9019 Establishing Procedures For Treatment Of Reclamation Claims ("Second Amended And Restated Final Reclamation Order") (Docket No. 10409) was entered. In accordance with the Second Amended And Restated Final Reclamation Order, Zentrix submitted its reclamation notice electing that its Reclamation Claim be treated, to the extent allowed and for purposes of distribution, as a general unsecured claim, including postpetition interest as set forth more fully in the Debtors' plan of reorganization. By making this election, Zentrix waived its rights to seek administrative priority for its Reclamation Claim.

WHEREAS, on April 7, 2008, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, DAS LLC and Claimants entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$71,073.31.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Claimants stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$71,073.31 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. Zentrix agrees that its Response to the Thirteenth Omnibus Claims Objection shall be withdrawn with prejudice.

3. The Settlement Agreement does not impact, alter or affect any other proofs of claim that Claimants have filed or own against the Debtors and relates solely to those matters arising out of or related to the Claim.

So Ordered in New York, New York, this 18th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
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- and -

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Debtors and Debtors-in-Possession

/s/ Anthony B. Stumbo

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Attorneys for SPCP Group LLC as agent for
Silver Point Capital Fund LP and Silver Point
Capital Offshore Fund Ltd.

EXHIBIT M

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:
In re:	:
	:
DELPHI CORPORATION, et al.,	: Chapter 11
	: Case No. 05-44481 [RDD]
	:
Debtors.	: Jointly Administered
	:
-----X	

**JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND PROOF OF CLAIM NUMBER 14135 (SPCP GROUP, L.L.C.
AS ASSIGNEE OF ENERGY CONVERSION SYSTEMS COMPANY
SPECIAL SITUATIONS INVESTING GROUP, INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (the "Debtors") and SPCP Group, L.L.C. As Assignee Of Energy Conversion Systems Company, which was transferred, in part, to Merrill Lynch Credit Products LLC, and subsequently transferred, in part, to Special Situations Investing Group, Inc. ("SSIG," and collectively with SPCP Group, L.L.C. As Assignee Of Energy Conversion Systems Company, the "Claimant") respectfully submit

this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14135 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on July 31, 2006, Claimant filed proof of claim number 14135 ("Proof Of Claim No. 14135") against DAS LLC. The Proof Of Claim asserts (i) an unsecured non-priority claim in the amount of \$1,036,543.35; and (ii) an unsecured priority claim in the amount of \$387,589.82, aggregating a total of \$1,424,133.17 for goods sold (the "Claim"); and

WHEREAS, on November 17, 2006, SPCP Group, L.L.C. As Assignee Of Energy Conversion Systems Company,¹ transferred, in part, Proof Of Claim No. 14135 to Merrill Lynch Credit Products, LLC pursuant to a notice of transfer (Docket No. 5571); and

WHEREAS, on November 21, 2006, Merrill Lynch Credit Products, LLC transferred its transferred portion of Proof Of Claim No. 14135 to Special Situations Investing Group, Inc. pursuant to a notice of transfer (Docket No. 5614); and

WHEREAS, on August 24, 2007, the Debtors objected to Proof of Claim

¹ SPCP Group, LLC As Assignee Of Energy Conversion Systems Company has retained a portion of its transferred claim in the amount of \$46,446.17, the Debtors have objected to this portion of Claim No. 14135.

No. 14135 pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection"); and

WHEREAS, the Twentieth Omnibus Claims Objection seeks to reduce Proof of Claim No. 14135 to a total claim of \$874,366.13 comprised as a general unsecured claim against DAS LLC; and

WHEREAS, on September 20, 2007, Energy Conversion Systems Company ("ECS") filed its Response to Motion for Twentieth Omnibus Objection to Claims (Docket No. 9454) (the "Response"). The Response asserts that Proof of Claim No. 14135 should be reduced and allowed in the amount of \$1,361,071.24 based on discussions between the Debtors and ECS; and

WHEREAS, on February 6, 2008, to resolve the Twentieth Omnibus Claims Objection with respect to the Claim, Delphi, DAS LLC and Claimant entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, Delphi and DAS LLC acknowledge and agree that the Claim shall be allowed against DAS LLC in the amount of \$1,185,000 as a general unsecured non-priority claim in favor of SSIG; and

WHEREAS, Delphi and DAS LLC are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Claimant stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$1,185,000 and shall be treated as an allowed general unsecured non-priority claim against DAS LLC in favor of SSIG.
2. The Response and the Twentieth Omnibus Claims Objection are hereby deemed withdrawn with prejudice.
3. The Settlement Agreement does not impact, alter or affect any other proofs of claim that Claimant has filed or owns against the Debtors and relates solely to those matters arising out of or related to the Claim.
4. The Clerk of the Court and/or the Debtors' claims agent are authorized to reflect the foregoing on the official claims register maintained in the Debtors' cases.

[signatures concluded on following page]

Dated: New York, New York
April 15, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
March 18, 2008

SPCP GROUP L.L.C.
By its Counsel,
DREIER LLP
By: ANTHONY B. STUMBO

/s/ Paul B. Traub
PAUL TRAUB (PT 3752)
MAURA I. RUSSELL (MR 1178)
ANTHONY B. STUMBO (AS 9374)
499 Park Ave., 14th Floor
New York, New York 10022
(212) 328-6100

Dated: New York, New York
February 8, 2008

SPECIAL SITUATIONS INVESTING GROUP,
INC.
By its Counsel,
RICHARDS KIBBE & ORBE LLP
By: MICHAEL FRIEDMAN

/s/ Michael Friedman
One World Financial Center

New York, New York 10281-1003
(212) 328-6100

Dated: New York, New York
February 7, 2008

ENERGY CONVERSION COMPANY, INC.
By its Counsel,
MCCARTER & ENGLISH LLP
By: G. AMANDA MALLAN

G. Amanda Mallan
245 Park Avenue, 27th floor
New York, NY 10167-0001
(212) 609-6818

SO ORDERED

This 18th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT N

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York, 10036
(212) 735-3000
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
DELPHI CORPORATION, et al.,	:
	:
Debtors.	:
	:
----- X	

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER ALLOWING PROOFS OF CLAIM
NUMBERS 1780, 1923, 2089, 2160, 2162, 2277, 2343, 2471, 2527, 2698, 4180, 6935, 8766,
9553, 11908, and 15781 ASSERTED BY ASM CAPITAL, LP AND ASM CAPITAL II, LP

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and ASM Capital, LP and ASM Capital II, LP (collectively, "ASM") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 1780, 1923, 2089, 2160, 2162, 2277, 2343, 2471, 2527, 2698, 4180, 6935, 8766, 9553, 11908, and 15781 Asserted by ASM Capital, LP And ASM Capital II, LP (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on the dates listed in column B on Exhibit A (titled "Date Filed"), attached hereto, the proofs of claim (the "Proofs of Claim") listed in column A on Exhibit A (titled "Proof of Claim Number") were filed by the parties (collectively, the "Claimants") listed in column C on Exhibit A (titled "Party Filing Proof of Claim") against the Debtor entities listed in column G on Exhibit A (titled "Debtor ") asserting claims (collectively, the "Claims") in the amounts and classifications listed in columns E and H, respectively, on Exhibit A (titled "Allowed Amount" and "Classification," respectively).

WHEREAS, each of the Claimants, other than ASM Capital, LP and ASM Capital II, LP (collectively, the "Assignors"), assigned their interests in the Claims to ASM Capital, LP or ASM Capital II, LP, as the case may be, pursuant to a Notice of Transfer.

WHEREAS, on April 9, 2008, with respect to the Claims, the Debtors and ASM entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, the Debtors acknowledge and

agree that the Claims listed in column A on Exhibit A (titled "Proof of Claim Number") shall be allowed against those Debtor entities and in the amounts and classifications set forth in columns G, H, and E, respectively, on Exhibit A (titled "Debtor," "Classification," and "Allowed Amount," respectively).

WHEREAS, the Debtors are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and ASM stipulate and agree as follows:

1. The Claims listed in column A on Exhibit A attached hereto (titled "Proof of Claim Number") shall be allowed in the amount and classification set forth in columns E and H on Exhibit A (titled "Classification" and "Allowed Amount," respectively) against the estate of those Debtor entities identified in column I on Exhibit A (titled "Debtor").

So Ordered in New York, New York, this 28th day of April, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
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/s/ Adam Moskovitz

Adam Moskovitz
ASM Capital
7600 Jericho Turnpike, Suite 302
Woodbury, New York 11797

ASM Capital, LP and ASM Capital II, LP

- and -

Kayalyn A. Marafioti
Thomas J. Matz
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Exhibit A

A	B	C	D	E	F	G
Proof of Claim Number	Date Filed	Party Filing Proof of Claim	Owner of Claim	Allowed Amount	Debtor	Classification
1780	2/6/2006	ABLESTIK LABORATORIES INC	ASM CAPITAL LP	\$6,563.50	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
1923	2/8/2006	DIVERSIFIED SYSTEMS INC	ASM CAPITAL II LP	\$323,313.85	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
2089	2/21/2006	ASM CAPITAL AS ASSIGNEE OF SERVOTECH ENGINEERING	ASM CAPITAL II LP	\$43,977.90	ASEC MANUFACTURING GENERAL PARTNERSHIP	General Unsecured Claim
2160	3/1/2006	ASM CAPITAL AS ASSIGNEE FOR CANTOR COLBURN LLP	ASM CAPITAL II LP	\$455,430.26	DELPHI TECHNOLOGIES, INC	General Unsecured Claim
2162	3/1/2006	ASM CAPITAL AS ASSIGNEE FOR NIEHOFF ENDEX NORTH AMERICA INC	ASM CAPITAL LP	\$82,500.82	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
2277	3/13/2006	ASM CAPITAL AS ASSIGNEE FOR NORMAN STEIN AND ASSOCIATES INC	ASM CAPITAL LP	\$21,000.00	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
2343	3/20/2006	ASM CAPITAL AS ASSIGNEE FOR SYN TECH LTD CORP	ASM CAPITAL LP	\$11,295.20	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
2471	4/3/2006	MONILAN GROUP DIV OF ENVIRODYNE TECH	ASM CAPITAL LP	\$20,474.00	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
2527	4/3/2006	ASM CAPITAL AS ASSIGNEE FOR IKO INTERNATIONAL INC	ASM CAPITAL LP	\$13,898.00	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	General Unsecured Claim
2698	4/20/2006	ASM CAPITAL AS ASSIGNEE FOR INDUSTRIAL PACKAGING CORPORATION	ASM CAPITAL II LP	\$84,488.06	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
4180	5/1/2006	ATEQ CORPORATION USA	ASM CAPITAL LP	\$3,998.00	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
6935	5/26/2006	SHAVLIK TECHNOLOGIES LLC	ASM CAPITAL LP	\$12,711.65	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
8766	6/29/2006	RUBBER ENTERPRISES INC	ASM CAPITAL LP	\$103,345.06	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
9553	7/17/2006	BREXAN ELECTRONICS	ASM CAPITAL LP	\$9,685.00	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	General Unsecured Claim
11908	7/28/2006	ASM CAPITAL AS ASSIGNEE FOR BOWLING GREEN FREIGHT INC	ASM CAPITAL LP	\$97,575.28	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim
15781	8/1/2006	ASM CAPITAL AS ASSIGNEE FOR KICKHAFFER MANUFACTURING COMPANY	ASM CAPITAL LP	\$552,858.63	DELPHI AUTOMOTIVE SYSTEMS LLC	General Unsecured Claim

EXHIBIT O

TOGUT, SEGAL & SEGAL LLP
Conflicts Counsel for DAS LLC Corporation, *et al.*,
Debtors and Debtors in Possession
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(212) 594-5000
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Delphi Legal Information
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, <i>et al.</i> ,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X		

**AMENDED JOINT STIPULATION AND ORDER
REGARDING DISCOVERY REGARDING OBJECTION
TO PROOF OF CLAIM NO. 12347 AND RELATED COUNTERCLAIM**

Whereas Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems, LLC ("DAS LLC"), debtors and debtors in possession (collectively, the "Debtors") in the above-captioned cases (the "Cases"), by their undersigned counsel, and Furukawa Electric North America APD and Furukawa Electric Co., Ltd. (jointly, "Furukawa") by their undersigned counsel, proceeding under Rules 3004 and 7001, *et seq.*, of the Federal Rules of Bankruptcy Procedure, having conferred and agreed to the deadlines set forth herein;

Whereas, Debtors and Furukawa have completed the depositions of the majority of Debtor fact witnesses, including some nine depositions taken in Saginaw, Michigan, March 17-21, 2008, and April 1-2, 2008;

Whereas, Debtors and Furukawa have already completed depositions of the majority of Furukawa's fact witnesses, including some five depositions in Atlanta, Georgia, February 27-29, 2008;

Whereas, Furukawa has requested that Delphi provide one additional corporate representative witness on two narrow topics;

Whereas, Furukawa expects that Delphi will request a corporate representative deposition of Furukawa, in addition to completing a previously scheduled deposition;

Whereas, the completion of fact discovery will leave only the completion of very limited third party depositions and expert discovery; and

Whereas both parties have expressed the desire to mediate this dispute,
It is hereby **ORDERED** that:

1. All depositions of potential witnesses, other than experts, shall be completed no later than May 16, 2008.

2. All expert discovery in these proceedings shall be completed no later than August 1, 2008, as follows:

a. The parties shall confer on topics for expert testimony no later than May 23, 2008;

b. The parties shall disclose their experts on or before May 30, 2008;

c. The parties shall exchange expert opening reports no later than June 2, 2008;

d. The parties shall exchange expert rebuttal reports no later than June 13, 2008; and

e. Expert depositions shall be completed on or before August 1, 2008.

3. Prior to the deposition of expert witnesses, parties shall schedule a mediation at their own expense. If the mediation is unsuccessful, parties will complete expert depositions by the prescribed time.

4. A final pretrial conference shall be conducted before the Bankruptcy Court on September 12, 2008 at 10:00 a.m.

5. Notwithstanding the foregoing, either party may obtain an extension of the preceding discovery deadlines from the Bankruptcy Court upon a showing of good cause, such as either party's inability to obtain timely discovery from third party subpoenas served in accordance with this Order.

Dated: New York, New York
April 25, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,

By:

/s/ Neil Berger

NEIL BERGER (NB-3599)

A Member of the Firm

One Penn Plaza, Suite 3335

New York, New York 10119

(212) 594-5000

Dated: New York, New York
April 24, 2008

FURUKAWA ELECTRIC NORTH
AMERICA APD, et al.,
By their Counsel,
ALSTON & BIRD, LLP
By:

/s/ B. Parker Miller
B. Parker Miller, admitted *pro hac vice*
1201 West Peachtree Street
Atlanta, Georgia 30309-3424
(404) 881-7000

SO ORDERED

This 29th day of April, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT P

Company	Contact	Address1	Address2	City	State	Zip
Arnall Golden Gregory LLP	Darryl S Laddin	Verizon Services Corp	171 17th St NW Ste 2100	Atlanta	GA	30363-1031

EXHIBIT Q

Pg 117 of 135
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Akebono Corp.	W. Robinson Beard	Stites & Harbison, PLLC	400 West Market Street	Louisville	KY	40202

EXHIBIT R

Pg 119 of 135
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Caraustar Custom Packing	Sarah Taub	King & Spalding LLP	1180 Peachtree Street	Atlanta	GA	30309

EXHIBIT S

Pg 121 of 135
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Hutchinson FTS, Inc.	Carrie E. Mitchell	Halperin Battaglia Raicht, LLP	555 Madison Ave 9th Fl	New York	NY	10022

EXHIBIT T

Company	Contact	Address1	Address2	City	State	Zip
Deborah Mattison Attny for Rosalyn Motley	Wiggins, Childs, Quinn, & Pantazis, LLC	The Kress Building	301 19th Street North	Birmingham	AL	35203

EXHIBIT U

Company	Contact	Address1	City	State	Zip
Amroc Investments LLC	David S Leinwand	535 Madison Ave 15th Fl	New York	NY	10022
Amroc Investments LLC	Valerie J Ford	535 Madison Ave 15th Fl	New York	NY	10022

EXHIBIT V

Pg 127 of 135
Delphi Corporation
Special Parties

Company	Address1	City	State	Zip
Marion County Tax Collector	P.O. Box 970	Ocala	FL	34478-0970

EXHIBIT W

Company	Contact	Address1	Address2	City	State	Zip
3V Capital Master Fund Ltd.	Attention: Jason M. Alper	c/o 3V Capital Management LLC	3 Greenwich Office Park	Greenwich	CT	06831
Brush Wellman Inc.	c/o Jean Robertson, Esq.	McDonald Hopkins Co., LPA	600 Superior Avenue East, Suite 2100	Cleveland	OH	44114
Calfee Halter & Griswold, LLP	Attention: Jean R. Robertson, Esq.	1400 KeyBank Center	800 Superior Avenue	Cleveland	Ohio	44114-2688
McDONALD HOPKINS LLC	Jean R. Robertson Michael J. Kaczka	600 Superior Avenue, East	Suite 2100	Cleveland	OH	44114-2653
SPCP GROUP, LLC	Attention: Brian A. Jarmain	Two Greenwich Plaza, 11th Floor		Greenwich	CT	06830
Technical Materials, Inc.	c/o Jean Robertson	McDonald Hopkins Co., LPA	600 Superior Avenue East, Suite 2100	Cleveland	OH	44114
Zentrix Technologies, Inc.	c/o Jean Robertson	McDonald Hopkins Co., LPA	600 Superior Avenue East, Suite 2100	Cleveland	OH	44114

EXHIBIT X

Company	Contact	Address1	City	State	Zip
McCarter & English, LLP	Attention: David J. Adler, Esq.	245 Park Avenue 27th Floor	New York	NY	10167
Merrill Lynch Credit Products, LLC	Attention: Christopher Moon	4 World Financial Center, 7th Floor	New York	NY	10080
SPCP Group, L.L.C., As Assignee of Energy Conversion Systems Co	Attention: Brian Jarmain	Two Greenwich Plaza, 1st Floor	Greenwich	CT	06830

EXHIBIT Y

Pg 133 of 135
Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
ASM Capital	Adam Moskovitz	ASM Capital	7600 Jericho Turnpike, Suite 302	Woodbury	NY	11797

EXHIBIT Z

Company	Contact	Address1	City	State	Zip
Alston & Bird LLP	Attn Dennis J Connolly David A Wender	1201 West Peachtree Street	Atlanta	GA	30309-3424
Varnum Riddering Schmidt & Howlett	Attn Michael S McElwee	P.O. Box 352	Grand Rapids	MI	49502-0352